

National Treatment and Coordination (E) Working Group

Company Licensing Proposal Form

<p style="text-align: right;">DATE: <u>June 22, 2017</u></p> <p>CONTACT PERSON: <u>Gayle Pasero</u></p> <p>TELEPHONE: <u>360-725-7210</u></p> <p>EMAIL ADDRESS: <u>gavlep@oic.wa.gov</u></p> <p>ON BEHALF OF: <u>Biographical Third-Party Review (E) SG</u></p> <p>NAME: _____</p> <p>TITLE: _____</p> <p>AFFILIATION: _____</p> <p>ADDRESS: _____</p>	<p style="text-align: center;"><u>FOR NAIC USE ONLY</u></p> <p>Agenda Item # <u>2017-08</u></p> <p>Year <u>2017</u></p> <p style="text-align: center;"><u>DISPOSITION</u></p> <p>[] ADOPTED _____</p> <p>[] REJECTED _____</p> <p>[] DEFERRED TO _____</p> <p>[] REFERRED TO OTHER NAIC GROUP _____</p> <p>[x] EXPOSED <u>8-25-17</u></p> <p>[] OTHER (SPECIFY) _____</p>
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IDENTIFICATION OF SOURCE AND FORM(S)/INSTRUCTIONS TO BE CHANGED

[x] UCAA Forms [x] UCAA Instructions [] UCAA Manual [] Company Licensing Best Practices HB
 [] Enhancement to the Electronic Application Process [] Frequently Asked Questions (FAQs)

Forms:

[x] Form 1 – Checklist [X] Form 2 - Application [] Form 3 – Lines of Business
 [] Form 6- Certificate of Compliance [] Form 7 – Certificate of Deposit [] Form 8 - Questionnaire
 [] Form 8C- Corporate Amendment Questionnaire [] Form 11-Biographical Affidavit [] Form 12-Uniform Consent to Service of Process [] Form 13- ProForma [] Form 14- Change of Address/Contact Notification
 [] Form 15 – Affidavit of Lost C of A [] Form 16 – Voluntary Dissolution [] Form 17 – Statement of Withdrawal

DESCRIPTION OF CHANGE(S)

Item 15, Biographical Affidavit requirements, should list the required information for whom must provide a biographical affidavit.

Introductory paragraph of Form 1C & Form 1E, includes additional language that explains that the form is automatically created in the electronic application and cannot be edited and that additional attachments should be attached via the UCAA portal or mailed directly to the states.

REASON OR JUSTIFICATION FOR CHANGE **

Item 15- The purpose is to keep the corporate amendment checklist i consistent with the primary and expansion application checklist.

Verbiage added to Form 1C, Form 1E and the UCAA instructions to clarify that all attachments should be submitted through the UCAA electronic application portal or mailed directly to the states.

Additional Staff Comments:

5/10/17- jdb NTCWG sent referral to BTPRS to review language to clarify that all items on the checklist should be attached to the electronic portal or mailed directly to the states.

6-22-17 cgb SG referred proposal to NTCWG for exposure and consideration.

7-25-17 cgb NTCWG exposed the proposal for a 30 day comment period.

** **This section must be completed on all forms.**

Revised 04-2016

Applicant Company Name: _____

NAIC No. _____

FEIN: _____

**Uniform Certificate of Authority Application (UCAA)
Corporate Amendments Application Checklist
For Corporate Amendments Application Only**

The application checklist is intended to help guide the insurer (herein after referred to as “Applicant Company”) with the assembly of a complete Corporate Amendments Uniform Certificate of Authority Application (UCAA). Please be sure to complete the checklist by appropriately marking the boxes on the left side of the page prior to submitting the application for review. For hardcopy filings the completed checklist should be attached to the top of the application. For electronic filings, the checklist is automatically created and cannot be edited. Any additional items listed below pertaining to the application should be attached via the UCAA portal or mailed directly to the states.

Regulator Use Only

- | | | |
|-----|---|--------------------------|
| 1. | Application Form (pursuant to Sections I-VIII, Filing Requirements Item 1), containing: | <input type="checkbox"/> |
| | <input type="checkbox"/> Completed UCAA Corporate Amendments Application Checklist (Form 1C) | |
| | <input type="checkbox"/> Original UCAA Corporate Amendments Application Form executed, signed and Attachments (Form 2C) | |
| | <input type="checkbox"/> Original Certificate of Authority or an Affidavit of Lost Certificate of Authority (Form 15) (not applicable for Sections VII-XII) | |
| | <input type="checkbox"/> Cover Letter (Optional) | |
| 2. | Filing Fee (pursuant to Sections I-VIII, Filing Requirements Item 2), containing: | <input type="checkbox"/> |
| | <input type="checkbox"/> Payment of required filing fee | |
| | <input type="checkbox"/> Copy of check | |
| 3. | Articles of Incorporation/Articles of Merger (pursuant to Sections I-VII, Filing Requirements Item 3) | <input type="checkbox"/> |
| | <input type="checkbox"/> Submit documentation as listed. | |
| 4. | Bylaws (pursuant to Sections I-VI, Filing Requirements Item 4; Section VIII, Filing Requirements Item 3) | <input type="checkbox"/> |
| | <input type="checkbox"/> Submit documentation as listed. | |
| 5. | Lines of Insurance (pursuant to Section I, Filing Requirements Item 1) | |
| | <input type="checkbox"/> Include all lines of insurance the Applicant Company is licensed to transact, currently transacting and requesting authority to transact in all jurisdictions (Form 3) | |
| 6. | Minimum Capital and Surplus Requirements (pursuant to Sections I and V, Filing Requirements Item 5) | <input type="checkbox"/> |
| | <input type="checkbox"/> Provide explanation of compliance with minimum capital & surplus requirements for state for which application is prepared | |
| 7. | Certificate of Deposit for Statutory Deposit Requirements (pursuant to Sections I and V, Filing Requirements Item 6; Section III, Filing Requirements Item 5) | <input type="checkbox"/> |
| | <input type="checkbox"/> An original Certificate of Deposit prepared by state of domicile (Form 7) | |
| 8. | Plan of Operation (pursuant to Sections I, V and VI, Filing Requirements Item 7) | <input type="checkbox"/> |
| | <input type="checkbox"/> Completed Questionnaire (Form 8C) (per Section I, Filing Requirements Item 7) | |
| | <input type="checkbox"/> Pro Forma (Form 13) | |
| | <input type="checkbox"/> Narrative | |
| 9. | Deleting Lines of Business (pursuant to Section I, Filing Requirements Item 11) | <input type="checkbox"/> |
| | <input type="checkbox"/> Questionnaire (Form 8C), complete Section I, questions 22-25 | |
| 10. | Statutory Membership(s) (pursuant to Sections I and V, Filing Requirements Item 8) | <input type="checkbox"/> |
| | <input type="checkbox"/> Submit documentation as listed. | |
| 11. | Certificate of Compliance (pursuant to Section I, Filing Requirements Item 9) | <input type="checkbox"/> |
| | <input type="checkbox"/> Original Certificate of Compliance completed by domiciliary state insurance regulatory agency (Form 6) | |

Applicant Company Name: _____

NAIC No. _____

FEIN: _____

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12. **State-Specific Information (pursuant to Section I, Filing Requirements Item 10; Sections II, IV, Filing Requirements Item 7; Section III, Filing Requirements Item 8; Section V, Filing Requirements Item 12; Section VI, Filing Requirements Item 9; Section VII, Filing Requirements Item 6; Section VIII, Filing Requirements Item 5; and Section X, Filing Requirements Item 4)**
- Some jurisdictions may have additional requirements that must be met before approval can be granted or the amended Certificate of Authority can be issued. ~~Before completing a UCAA Corporate Amendments Application the~~ The Applicant Company should review ~~a the~~ listing of requirements for the state to which they are applying. That listing can be found at http://www.naic.org/industry_ucaa.htm
13. **Uniform Consent to Service of Process (pursuant to Sections II – IV, Filing Requirements Item 5; Section V, Filing Requirements Item 10; and Section VI, Filing Requirements Item 7)**
- Original executed Service of Process form (Form 12)
14. **State of Domicile Approval (pursuant to Sections II and IV, Filing Requirements Item 6; and Section V, Filing Requirements Item 11; Section VI, Filing Requirements Item 8; Section III, Filing Requirement Item 7; Section VII, Filing Requirements Item 5; and Section VIII, Filing Requirements Item 4)**
- Submit documentation ~~of domiciliary notification as listed in applicable Sections II and IV and V Item 6, Section V Filing Requirements Item 11, Section VI Filing Requirements Item 8, Section III, Filing Requirement Item 7, Section VII Filing Requirements Item 5 and Section VIII Filing Requirements Item 4~~
15. **NAIC Biographical Affidavit (Form 11), (pursuant to Section V, Filing Requirement Item 9 and Section VI, Filing Requirement Item 6), for the following:**
- Officers (as listed on Jurat Page of most recent financial statement.)
- Directors (as listed on Jurat Page of most recent financial statement.)
- Key managerial personnel (including any vice presidents or other individuals who will control the operations of the applicant.)
- Individuals with 10% or more beneficial ownership in the Applicant Company who will exercise control over the Applicant Company or officers and directors of an entity with a 10% or more beneficial ownership in the Applicant Company who exercise control over the Applicant Company; and
- Individuals with a 10% or more beneficial ownership in the Applicant Company’s ultimate controlling person who will exercise control over the Applicant Company, and officers and directors of the ultimate controlling person who will control the operations of the Applicant Company
- Affidavit originally signed and notarized within one year of application date
- Affidavit certified by an Independent Third-Party
16. **Name Approval (pursuant to Section II, Filing Requirement Item 8)**
- Evidence of name approval request
17. **Statement of Withdrawal (pursuant to Section X, Filing Requirements Item 3)**
- Completed Form 17
- Submit documentation, if applicable, for:
- Reinsurance Agreement
- Assumption Agreement
- Outstanding Liabilities or Law suits
- Pending Regulatory Actions

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CORPORATE AMENDMENTS APPLICATION

How to File

Refer to the [State-Specific Information](#). Some states provide their preference on how the application should be submitted. The following provides instructions for filing hard-copy and electronic filings.

Hard-Copy

To facilitate the prompt review of the Corporate Amendment Application, please ensure that the application adheres to the formatting instructions provided in this section. The states will not accept filing applications that fail to meet these formatting requirements.

1. [Communication Between Applicant Company and Agency](#)
2. [Questions](#)
3. [Application Checklist](#)
4. [Application and Supporting Documents](#)
5. [Addresses for Submission of Application](#)
6. [Updates/Changes](#)
7. [Filing Fee](#)
8. [Forms](#)
9. [State-Specific Information](#)

1. Communication Between Applicant Company and Agency

Once a state accepts a Corporate Amendment Application for filing, the state will notify the Applicant Company of the official filing date and agency contact person. The state will provide the names, addresses, email (if available) and telephone numbers of the individual(s) assigned to the application.

Before receiving the name of the agency contact person, an Applicant Company may contact the agency personnel listed on the [Addresses and Contact Information for Submission of Application chart](#) to obtain information regarding the status of a Corporate Amendment Application.

2. Questions

Section I through Section XII, Filing Requirements, provide detailed guidelines regarding both the type and format of information required for the Corporate Amendment Application. For additional information, or clarification, the Applicant Company should review the [state requirement charts](#) and [FAQs](#) prior to contacting the state.

3. Application Checklist

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The Application Checklist ([Form 1C](#)) in the Forms section of the UCAA website is a guide for assembling a complete application. Complete the Checklist prior to submitting a Corporate Amendment Application for review. Attach a completed Checklist to the top of the application. For electronic filings, the Checklist is completed as the Applicant Company completes the required information. The Checklist cannot be edited and the application cannot be submitted until all required information is completed.

4. Application and Supporting Documents

Submit one copy of the Checklist, completed application and all supporting documentation to the reviewing state. Louisiana and New York require two (2) complete copies. California requires two (2) complete copies for each change. Each item identified in Section I through Section XII of the Filing Requirements should have a cover sheet as specified below.

Each cover sheet should be on paper suitable for use as a cover sheet, such as binder divider pages.

Tab each cover sheet on the right-hand side of the page with a number corresponding to the document's Item number in the Corporate Amendment Application Checklist.

If a particular item is not included with the cover sheet, attach a written explanation stating the reason the item has not been included to the cover sheet. Below are examples of why the Applicant Company may not attach a particular item to the cover sheet.

- “Item not applicable to this application for the following reason ... (state reason)”
- “Item has been attached separately because of size.”

For electronic submissions, all applicable forms are prepared prior to submission. All supporting documents must be attached via the UCAA portal or mailed directly to the state. If applying to states that do not accept electronic and/or prefer hard-copy, print completed forms from the View/Print/Download link and submit those forms to the states as hard-copy applications.

5. Addresses for Submission of Application

Submit the application by mailing it to the appropriate address noted in the [Addresses and Contact Information for Submission of Application](#) chart.

6. Updates/Changes

The Applicant Company is responsible for informing states of any significant changes that occur or that the Applicant Company discovers during the application review period. Examples of significant changes include: changes in officers and directors, material

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acquisition or disposal of assets, changes in reinsurance, acquisition of the insurer, regulatory actions taken against the insurer, change in current business plan, etc.

The Applicant Company must supply revised forms promptly if any changes occur which materially affect the accuracy of the forms filed in support of the application. For electronic filings, the updated attachments can be submitted via the UCAA email or the application can be amended **and the additional items attached via the electronic attachments link**. Refer to the Electronic Application [User Guide](#) for Corporate Amendment Applications.

7. Filing Fee

Please see [Filing Fees - Corporate Amendments chart](#) and [Filing Fees Matrix - Corporate Amendments chart](#), located on the UCAA website, to determine the correct fee and filing instructions for the application state. For electronic filings, checks will need to be mailed directly to the application state. Include a copy of the completed Checklist for reference to the electronic application tracking number. Please note that due to [retaliatory statutes](#), the ultimate amount of fees in any state may be more than the amount indicated in the chart.

8. Forms

All forms are located on the [UCAA website](#). For electronic filings, all required forms are automatically prepared as the required information is entered. **Supporting documents should be attached via the Electronic Attachments link.**

9. State-Specific Information

Some jurisdictions may have additional requirements that the Applicant Company must meet before the state can issue an amended Certificate of Authority. Before completing a UCAA Corporate Amendment Application the Applicant Company should review a listing of requirements for the application state located under [State-Specific Requirements](#) on the UCAA website.

Electronic Submission

To initiate an electronic filing, the Applicant Company must first obtain a User ID and password. The individual completing the application on behalf of the Applicant Company must obtain approval from either the Corporate Secretary or General Counsel of the Applicant Company.

A [User Guide](#) is provided as a step by step guide for utilizing the electronic application.

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The UCAA Corporate Amendment Application has twelve change types (Sections) designed to guide the Applicant Company through the licensing process. Each section and filing requirement item is noted on the Application Checklist (Form 1C);

- I. [Adding and/or Deleting Lines of Business Filing Requirements](#)
- II. [Name Change Filing Requirements](#)
- III. [Redomestication of a Foreign Insurer Filing Requirements](#)
- IV. [Change of Statutory Home Office Address Filing Requirements](#)
- V. [Merger of Two or More Foreign Insurers](#)
- VI. [Proposed/Completed Change of Control of Foreign Insurers](#)
- VII. [Amended Articles of Incorporation](#)
- VIII. [Amended Bylaws](#)
- IX. [Change of Address/Contact Notification Filing Requirement](#)
- X. [Statement of Withdrawal/Complete Surrender of Certificate of Authority Application](#)
- XI. [Voluntary Dissolution](#)
- XII. [Amended Uniform Consent to Service of Process](#)

Corporate Amendments Application Section I Filing Requirements (Adding and/or Deleting Lines of Business)

This section provides a guide to understanding the focus of each document of the Corporate Amendment Application. However, there typically are multiple purposes for documents. Therefore, it is important that applications be complete.

All documents submitted in support of the application must be current. However, in certain instances, some states have limited latitude to accept older documents. Please review the state specific requirements in the state charts prior to [contacting the states individually](#) if there are questions about a specific document.

All forms required for the Corporate Amendment Application are located under the Corporate Amendment Application tab in the [UCAA Forms Section](#). For electronic application submissions, required forms are provided for the application change type selected, therefore it is important to read the instructions prior to starting an electronic filing to ensure the necessary corporate amendment change type is selected and the appropriate forms are provided. **All supporting documents must be attached via the UCAA portal or mailed directly to the state.**

Table of Contents/ Application Requirements

1. [Application Form and Attachments](#)
2. [Filing Fee](#)
3. [Articles of Incorporation](#)
4. [Bylaws](#)
5. [Minimum Capital and Surplus Requirements](#)
6. [Statutory Deposit Requirements](#)

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7. [Plan of Operation](#)
8. [Statutory Membership\(s\)](#)
9. [Certificate of Compliance](#)
10. [State-Specific Information](#)
11. [Deleting Lines of Business](#)

1. Application Form and Attachments - Item 1 of the application

The application must identify all lines of insurance that the Applicant Company is requesting authority to add or delete from an existing Certificate of Authority, as identified by the Applicant Company's plan of operation. For hard-copy filings submit a completed Checklist ([Form 1C](#)), and an original executed Application Form ([Form 2C](#)), completed Lines of Business ([Form 3](#)) and a copy of the Applicant Company's original Certificate of Authority or an affidavit of lost Certificate of Authority ([Form 15](#)) as Item 1 of the application. A cover letter may be included. The Checklist is automatically created in the electronic application and cannot be edited.

Applicant Company Name: _____

NAIC No. _____

FEIN: _____

**Uniform Certificate of Authority Application (UCAA)
Expansion Application Checklist
For Expansion Application Only**

The application checklist is intended to help guide the insurer (herein after referred to as “Applicant Company”) with the assembly of a complete Expansion Uniform Certificate of Authority Application (UCAA). Please be sure to complete the checklist by appropriately marking the boxes on the left side of the page prior to submitting the application for review. The completed checklist should be attached to the top of the application. For electronic filings, the checklist is automatically created and cannot be edited. Any additional items listed below pertaining to the application should be attached via the UCAA portal or mailed directly to the states.

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1. **Application Form and Supporting Documents, containing:**
 - Completed UCAA Expansion Application Checklist (Form 1E)
 - Original UCAA Expansion Form executed and signed (Form 2E)
 - Include all lines of insurance the Applicant Company is licensed to transact, currently transacting and requesting authority to transact in all jurisdictions. (Form 3)
 - Notification to state of domicile of planned expansion
 - Cover letter (optional)

2. **Filing Fee (pursuant to Section II Filing Requirements Item 2), containing:**
 - Payment of required filing fee
 - Copy of check

3. **Minimum Paid-in Capital and Surplus Requirements (pursuant to Section II Filing Requirements Item 3)**
 - Provide explanation of compliance with minimum capital & surplus requirements for state for which application is prepared

4. **Certificate of Deposit for Statutory Deposit Requirements (pursuant to Section II Filing Requirements Item 4)**
 - An original Certificate of Deposit prepared by state of domicile (Form 7)

5. **Name Approval (pursuant to Section II Filing Requirements Item 5)**
 - Evidence of name approval request

6. **Plan of Operation (pursuant to Section II Filing Requirements Item 6)**
 - Completed questionnaire (Form 8)
 - Pro Forma (Form 13)
 - Narrative

7. **Holding Company Act Filings (pursuant to Section II Filing Requirements Item 7)**
 - Include Holding Company Act Filings, including Form B, Form F or substantially similar statement.

8. **Certificate of Compliance (pursuant to Section II Filing Requirements Item 8)**
 - Original Certificate of Compliance (Form 6) completed by domiciliary state insurance regulatory agency

9. **Report of Examination (pursuant to Section II Filing Requirements Item 9)**
 - Includes a copy of the most recent Report of Financial Examination from its domiciliary state and a note of all more recent examinations, completed by any state, including market conduct examinations along with a description of each examination.

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10. **Statutory Membership(s)** Submit documentation as listed in Section II Filing Requirements Item 10
11. **Public Records Package – Submit ALL items in chart in Section II Item 11, including:**
- a. Articles of Incorporation, including:**
- Original certification by domiciliary state
- b. Bylaws, including:**
- Original certification by the Applicant Company’s corporate assistant
- c. Statement with attachments, including:**
- Current year annual statement*, verified and signed, including actuarial opinion, and NAIC Management’s Discussion and Analysis
- Current year quarterly statements (one copy for each quarter), verified and signed
- *1. Updated statements should be submitted on a timely basis while application is pending.
2. If annual statement for two preceding years has not been filed with the NAIC, one copy of each year must be submitted with the application.
- d. Independent CPA Audit Report**
12. **NAIC Biographical Affidavit (Form 11) for the following:**
- Officers (as listed on Jurat Page of most recent financial statement)
- Directors (as listed on Jurat Page of most recent financial statement)
- Key managerial personnel (including any vice presidents or other individuals who will control the operations of the Applicant Company)
- Individuals with a 10% or more beneficial ownership in the Applicant Company who will exercise control over the Applicant Company or, officers and directors of an entity with a 10% or more beneficial ownership in the Applicant Company who exercise control over the Applicant Company; and
- Individuals with a 10% or more beneficial ownership in the Applicant Company's ultimate controlling person who will exercise control over the Applicant Company, and officers and directors of the ultimate controlling person who will control the operations of the Applicant Company
- Affidavit originally signed and notarized within one year of application date
- Affidavit certified by independent third party
13. **Uniform Consent to Service of Process**
- Original executed Service of Process form (Form 12)
14. **State-Specific Information**
- Check state-specific requirements for those states that require additional background information, such as fingerprints, in place of or in addition to Business Character Reports. If applying in one of those states, necessary fingerprint cards and processing fees should be included.

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EXPANSION APPLICATION

Detail Eliminated To Conserve Space

Expansion Application Section III

How to File

To facilitate the prompt review of the Expansion Application, please ensure that the application adheres to the formatting instructions provided in this section. The state will not accept for filing any applications that fail to meet these formatting requirements.

Table of Contents

1. [Communication Between Applicant Company and Agency Questions](#)
2. [Application Checklist](#)
3. [Application and Supporting Documents](#)
4. [Addresses for Submission of Application](#)
5. [Updates/Changes](#)
6. [Filing Fee](#)
7. [Forms](#)
8. [State-Specific Information](#)
- 9.

Detail Eliminated To Conserve Space

4. Application and Supporting Documents

Hard copy applications should include one copy of the Checklist, completed application and all supporting documentation to each reviewing state. California, Kentucky and New York require two (2) complete copies. Each item identified in Section II Filing Requirements should have a cover sheet as specified below.

Each cover sheet should be on paper suitable for use as a cover sheet, such as binder divider pages. For the electronic application, the cover letter should be uploaded to the appropriate attachment button provided.

Tab each cover sheet on the right-hand side of the page with a number corresponding to the document's item number in the "Filing Requirements" section of the Expansion Application.

If a particular item is not included with the cover sheet, attach a written explanation to the cover sheet stating the reason the item has not been included. These are examples of why the Applicant Company may not attach a particular item to the cover sheet:

- “Item not applicable to this application for the following reason ... (state reason).”
- “Item has been attached separately because of size.”

The electronic application includes all required items listed in Section II Filing Requirements. The Applicant Company should include a cover sheet to explain any item that is state specific or requires additional explanation. **All supporting documents must be attached via the UCAA portal or mailed directly to the state.**

5. Addresses for Submission of Application

Submit the application by mailing it to the appropriate address noted on the, [Addresses and Contact Information for Submission of Application](#) chart. Electronic application are automatically available to the expansion state once the application is “finished”. See the Electronic Application User Guide for specific details regarding submission of the application.

6. Updates/Changes

The Applicant Company is responsible for informing states of any significant changes that occur or that the Applicant Company discovers during the application review period. Examples of significant changes include: changes in officers and directors, material acquisition or disposal of assets, changes in reinsurance, acquisition of the insurer, redomestication of the insurer, regulatory actions taken against the insurer, change in current business plan, etc.

The Applicant Company must supply revised forms promptly if any changes occur that materially affect the accuracy of the forms filed in support of the application. For example, the Applicant Company must forward new quarterly statements as soon as they become available.

In addition, all carriers admitted to transact insurance in any Uniform State are required to maintain their Certificate(s) of Authority in good order to ensure ongoing compliance with all applicable laws, regulations and bulletins.

For electronic applications, the Applicant Company can either amend their electronic filing **to attach additional documents** or provide additional updated information via the UCAA email. Refer to the Electronic Application User Guide for additional instructions on amending and resubmitting an original filing.

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